

Law Department

RECORDATION NO. 9131-B FILED 1981



1-349A070

DEC 15 1981 • 9 55 AM

DEC 15 1981

INTERSTATE COMMERCE COMMISSION

Fee \$ 10.00

ICC Washington, D. C.

Terminal Tower
P. O. Box 6419
Cleveland, Ohio 44101
216 623 2200

December 8, 1981

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue, N.W.
Washington, D.C. 20423

Re: Second Supplemental Agreement

Dear Ms. Mergenovich:

Enclosed are executed counterparts Nos. 7, 8 and 9 (of 9) of Second Supplemental Agreement dated as of September 1, 1981, between Mercantile-Safe Deposit and Trust Company, P. O. Box 2258, Two Hopkins Plaza, Baltimore, Maryland 21203 (Trustee-Lessor) and The Baltimore and Ohio Railroad Company, P. O. Box 6419, Cleveland, Ohio 44101 (Lessee).

The equipment covered by this Second Supplemental Agreement consists of:

62 cabooses, bearing Lessee's road numbers 3925-3986, inclusive, AAR mechanical designation NE.

The enclosed Second Supplemental Agreement amends the Second Equipment Trust of 1977, dated as of December 1, 1977, between the Trustee-Lessor and the Lessee, that was recorded in the office of the Secretary of the Interstate Commerce Commission on December 20, 1977 at 4:15 p.m., and assigned recordation No. 9131. A first Supplemental Agreement to the Trust, dated as of December 15, 1977, involving the same parties, was recorded in the office of the Secretary on January 16, 1978, at 9:25 a.m., and assigned recordation No. 9131-A.

Also enclosed is a draft of The Baltimore and Ohio Railroad Company in the amount of \$10.00 representing the required recording fee.



The Chessie System Railroads, a unit of CSX Corporation, are the Chesapeake and Ohio Railway, Baltimore and Ohio Railroad, Western Maryland Railway and affiliated lines.

Pursuant to the Commission's rules and regulations for the recordation of certain documents under 49 U.S.C. § 11303 (formerly § 20c of the Interstate Commerce Act), as currently administered, you are hereby requested duly to file one of the enclosed counterparts for record in your office and to return the remaining two to me at my above address.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Louis Recher", with a long horizontal flourish extending to the right.

Louis Recher
Attorney

LR/lk
Enclosures

RECORDATION NO. 9131-B
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INTERSTATE COMMERCE COMMISSION

EXECUTED IN 9 COUNTERPARTS
OF WHICH THIS IS NO. 9

SECOND SUPPLEMENTAL AGREEMENT

Dated as of September 1, 1981

Between

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, as Trustee

and

THE BALTIMORE AND OHIO RAILROAD COMPANY

SUPPLEMENTING

BALTIMORE AND OHIO RAILROAD

SECOND EQUIPMENT TRUST OF 1977

Dated as of December 1, 1977

2

SECOND SUPPLEMENTAL AGREEMENT dated as of September 1, 1981, between MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, as Trustee, and THE BALTIMORE AND OHIO RAILROAD COMPANY, a Maryland corporation (hereinafter called B&O).

W I T N E S S E T H :

WHEREAS, the Trustee and B&O entered into a certain Equipment Trust Agreement dated as of December 1, 1977 (hereinafter called the Equipment Trust Agreement), covering, among other items, 62 steel cabooses, as set forth in Section 3.1 thereto, as amended (hereinafter called the Cabooses); and

WHEREAS, B&O now desires to effect a change of identifying road numbers of the 62 Cabooses, as permitted in Section 4.6 of the Equipment Trust Agreement and in compliance with the provisions thereof, and the Trustee hereby consents thereto:

NOW, THEREFORE, in consideration of the foregoing and of the mutual promises, covenants and agreements hereinafter set forth, it is hereby agreed between the parties hereto as follows:

(1) Amended Section 3.1 to the Equipment Trust Agreement is hereby re-amended by changing the road numbers of the 62 Cabooses as follows:

<u>OLD NUMBERS (Series)</u>	<u>NEW NUMBERS (Series)</u>
3925 - 3986 (both inclusive)	903925 - 903986 (both inclusive)

(2) B&O at its expense will promptly cause this Second Supplemental Agreement to be filed with the Interstate Commerce Commission.

(3) Except as amended and supplemented hereby, the Equipment Trust Agreement shall remain unaltered and in full force and effect.

* * * * *

IN WITNESS WHEREOF, the parties hereto have caused
this Second Supplemental Agreement to be duly executed
as of the date first above written.

[Corporate Seal]

Attest:

MERCANTILE-SAFE DEPOSIT AND TRUST
COMPANY, as Trustee

L. J. Goodmouth
(Title) ASST. CORPORATE TRUST OFFICER

By

[Signature]
(Title) ASSISTANT VICE PRESIDENT

[Corporate Seal]

Attest:

THE BALTIMORE AND OHIO RAILROAD
COMPANY

[Signature]
Secretary

By

L. C. [Signature]
Assistant Vice President
and Treasurer


APPROVED AS TO FORM

[Signature]
ATTORNEY

STATE OF MARYLAND
CITY OF BALTIMORE

)
) SS:
)

On this *3rd* day of *December*, 1981, before me personally appeared *R. E. Schreiber*, to me personally known who, being by me duly sworn, says that he is ASSISTANT VICE PRESIDENT of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Patricia A. Shilow
Notary Public

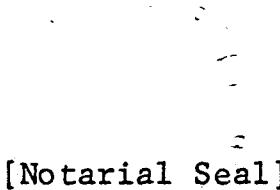
[Notarial Seal]

My Commission Expires: *7-1-82*

STATE OF OHIO
COUNTY OF CUYAHOGA

)
) SS:
)

On this *30TH* day of *NOVEMBER*, 1981, before me personally appeared *L. C. ROIG, JR.*, to me personally known who, being by me duly sworn, says that he is Assistant Vice President and Treasurer of THE BALTIMORE AND OHIO RAILROAD COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Clara Masuga
CLARA MASUGA
Notary Public
Cuyahoga County, Ohio
My Commission Expires
April 21, 1984

[Notarial Seal]